

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE SMITH BARNEY FUND TRANSFER AGENT LITIGATION	05 Civ. 7583 (WHP)
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NOTICE OF MOTION

PLEASE TAKE NOTICE that upon the accompanying Memorandum of Law and accompanying Declaration of Mark Levine, dated January 18, 2013 and the exhibits thereto; Lead Plaintiff David Zagunis (“Lead Plaintiff”) hereby moves this Court pursuant to Rules 23(a), 23(b)(3), and 23(g) of the Federal Rules of Civil Procedure for an Order:

1. Certifying this case as a class action brought on behalf of a class consisting of all persons and entities who purchased or redeemed shares of the following Smith Barney mutual funds between September 11, 2000 and June 24, 2004, pursuant to a prospectus signed by Lewis E. Daidone, and their successors in the interest (the “Class), and who were damaged thereby, excluding the defendants and any person, firm, trust, corporation, or other entity related to or affiliated with the defendant and those who engaged in the alleged wrongful activity described in the Fourth Consolidated and Amended Class Action Complaint (the “Class”):

- Smith Barney Aggressive Growth Fund
- Smith Barney Allocation Growth Fund
- Smith Barney Appreciation Fund

- Smith Barney Convertible Fund
- Smith Barney Diversified Strategic Income Fund
- Smith Barney Fundamental Value Fund
- Smith Barney Financial Service Fund
- Smith Barney High Income Fund
- Smith Barney International All Cap Growth Fund
- Smith Barney Investment Grade Bond Fund
- Smith Barney Large Capitalization Growth Fund
- Smith Barney Managed Governments Fund
- Smith Barney Managed Municipals Fund
- Smith Barney Mid Cap Core Fund
- Smith Barney Money Funds, Inc. - Cash Portfolio
- Smith Barney Peachtree Growth Fund
- Smith Barney Premium Total Return
- Smith Barney Small Cap Growth Fund
- Smith Barney Small Cap Value Fund
- Smith Barney Equity Funds, Inc. - Social Awareness Fund

2. Appointing Lead Plaintiff and Jeffrey Weber, the DVL 401(k) Plan, Bharat U.

Shah, Steven W. Hall, Richard W. Rees, and Renee Miller as Class Representatives; and

3. Appointing Stull, Stull & Brody and Weiss Law LLP as Class Counsel.

Dated: January 18, 2013
New York, New York

Respectfully submitted,

STULL, STULL & BRODY

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